UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	•
,	:	Case No. 18-23538 (RDD)
	:	,
Debtors. ¹	:	(Jointly Administered)
	v	· · · · · · · · · · · · · · · · · · ·

AFFIDAVIT OF SERVICE

I, Mary Susan McAndrew, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On December 4, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Fee Application Service List attached hereto as **Exhibit A**:

- Tenth Monthly Fee Statement of Deloitte & Touche LLP for Compensation for Services Rendered and Reimbursement of Expenses as Independent Auditor and Advisory Services Provider to the Debtors for the Period from October 1, 2019 through October 31, 2019 [Docket No. 6133]
- Eleventh Monthly Fee Statement of Deloitte Tax LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Tax Services Provider to the Debtors for the Period from October 1, 2019 through October 31, 2019 [Docket No. 6134]

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¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Third Interim Fee Application of Deloitte & Touche LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Independent Auditor and Advisor from July 1, 2019 through October 31, 2019 [Docket No. 6136]
- Third Interim Fee Application of Deloitte Tax LLP for Compensation for Services Rendered as Tax Services Provider from July 1, 2019 through October 31, 2019 [Docket No. 6137]
- Second Interim and Final Fee Application of Lazard Freres & Co. LLC, Investment Banker to the Debtors, for the Period from October 15, 2018 through October 14, 2019 [Docket No. 6138]

On December 4, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on (1) the Master Service List attached hereto as **Exhibit B**; and (2) the Counterparties Service List attached hereto as **Exhibit C**:

- Eleventh Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts in Connection with Global Sale Transaction [Docket No. 6130]
- Notice of Assumption and Assignment of Additional Executory Contracts [Docket No. 6131]

Dated: December 6, 2019

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on December 6, 2019, by Mary Susan McAndrew, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

JAMES A. MAPPLETHORPE Notary Public, State of New York No. 01/MA6370846 Qualified in New York County Commission Expires February 12, 2022

Exhibit A

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Fee Application Service List Served as set forth below

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Exhibit B

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and Tracey Brewer, Successor Co-Trustees of the Pasan Trust;		Attn. Joffron Phodos		
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Alison Schreier and Tracey Brewer, Successor Co-Trustees of				
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12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Wilmington DE 19801	phealy@wsfsbank.com	Email
		Attn: Sears Holdings Corp. Administrator		
		Corporate Capital Markets		
	<u></u>	50 South Sixth Street, Suite 1290		
Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Minneapolis MN 55402		First Class Mail
		Attn: Steven Cimalore, Vice President		
		Rodney Square North		
Counsel to Wilmington Trust, National Association, as indeture		1100 North Market Street		
trustee and collateral agent	Wilmington Trust, National Association	Wilmington DE 19890-0001	scimalore@wilmingtontrust.com	Email

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Exhibit C

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Counterparties Service List Served as set forth below

MMLID NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	Emails	Method of Service
		Attn: Artie Rodrigues, Excess	100 Connell	Berkeley				
6030850 American Home	AIG	WC Claims - AIG Claims	Drive – 4th Floor	Heights	NJ	07922		First Class Mail
Employers Reinsuran	ce Attn: Earl H. Cartwright Jr.,							
7336903 Corp.	CPCU, ARM, AIC						Earl_Cartwright@swissre.com	Email
General Reinsurance								
7336912 Corp	120 Long Ridge Road			Stamford	CT	06902		First Class Mail
		Workers Compensation Claim						
		Director - Unbundled WC						
		Claims, Chubb North American						
7336914 Illinois National	Attn: Jennifer Richards	Claims	1 Beaver Road	Wilmington	DE	19801	Jennifer.Richards@Chubb.com	First Class Mail and Email
		14755 North Outer 40 Drive,						
7336911 Midwest Employers	Attn: Gail Young	Ste 300		Chesterfield	MO	63017		First Class Mail
		Attn: John T. McCabe,						
		Complex Claims Director,	1000 Bishops					
		Excess WC Claims AIG	Gate Blvd, Suite					
7336907 National Union Fire	AIG	Property Casualty	100-A	Mount Laurel	NJ	08054		First Class Mail
	Attn: Chris Meyer, CPCU,							
7336909 Safety National	ARM, AIC	Senior Claims Analyst	1832 Schuetz Rd	St. Louis	МО	63146	Chris.Meyer@safetynational.com	First Class Mail and Email
	Attn: Julie Sladen Claim							
7336910 USF&G	Professional	P.O. BOX 660055		Dallas	TX	75266-0055		First Class Mail

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